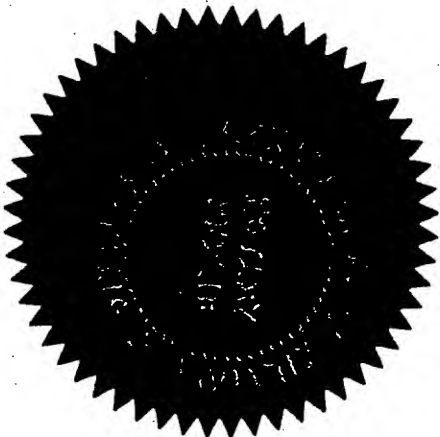
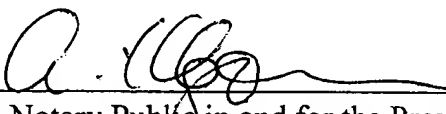


PROVINCE OF ONTARIO)
)
)
)
)
)
TO WIT:)

I, ALEX J. KILGOUR, of the City of Ottawa, in the Province of Ontario, a notary public in and for the Province of Ontario by royal authority duly appointed, do certify that the document hereto annexed is a true photostatic copy of the document produced and shown to me and purporting to be the Certificate of Amendment for Alcatel Networks Corporation Societe Par Actions De Regime Federal De Reseaux Alcatel dated May 25, 2000 issued under the *Canada Business Corporations Act*, the said copy has been compared by me with the said original document, an act whereof being requested I have granted the same under my notarial form and seal of office to serve and avail as occasion shall or may require.

IN TESTIMONY WHEREOF I have hereunto set my hand and affixed my notarial seal at the City of Ottawa, this 12th day of July, 2000.




A Notary Public in and for the Province
of Ontario



Industry Canada

Industrie Canada

**Certificate
of Amendment**

**Canada Business
Corporations Act**

**Certificat
de Modification**

**Loi canadienne sur
les sociétés par actions**

Alcatel Networks Corporation

Societe Par Actions De Regime Federal De Reseaux Alcatel

376374-9

Name of corporation-Dénomination de la société

Corporation number-Numéro de la société

I hereby certify that the articles of the
above-named corporation were amended:

Je certifie que les statuts de la société
susmentionnée ont été modifiés:

a) under section 13 of the *Canada
Business Corporations Act* in
accordance with the attached notice;

☐

a) en vertu de l'article 13 de la *Loi
canadienne sur les sociétés par
actions*, conformément à l'avis ci-joint;

b) under section 27 of the *Canada
Business Corporations Act* as set out in
the attached articles of amendment
designating a series of shares;

☐

b) en vertu de l'article 27 de la *Loi
canadienne sur les sociétés par
actions*, tel qu'il est indiqué dans les
clauses modificatrices ci-jointes
désignant une série d'actions;

c) under section 179 of the *Canada
Business Corporations Act* as set out in
the attached articles of amendment;

☒

c) en vertu de l'article 179 de la *Loi
canadienne sur les sociétés par
actions*, tel qu'il est indiqué dans les
clauses modificatrices ci-jointes;

d) under section 191 of the *Canada
Business Corporations Act* as set out in
the attached articles of reorganization;

☐

d) en vertu de l'article 191 de la *Loi
canadienne sur les sociétés par
actions*, tel qu'il est indiqué dans les
clauses de réorganisation ci-jointes;

Director - Directeur

May 25, 2000 / le 25 mai 2000

Date of Amendment - Date de modification

Canada

CANADA BUSINESS CORPORATIONS ACT

FORM 4

ARTICLES OF AMENDMENT
(SECTION 27 OR 177)

1. Name of Corporation:

NEWBRIDGE NETWORKS CORPORATION

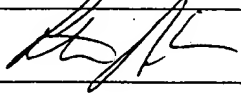
SOCIETE PAR ACTIONS DE REGIME FEDERAL
DE RESEAUX NEWBRIDGE

2. Corporation No.:

376 374-9

3. The articles of the above-named corporation are amended as follows:

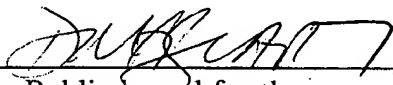
To change the name of the Corporation to Alcatel Networks Corporation Societe Par Actions De Regime
Federal De Reseaux Alcatel.

Date: May 25, 2000	Signature: 	Title: Corporate Secretary
FOR DEPARTMENT USE ONLY: FILED: MAY 25 2000		

PROVINCE OF ONTARIO)
)
REGIONAL MUNICIPALITY)
)
OF OTTAWA-CARLETON)
)
)
)
TO WIT:)

I, DOUGLAS MICHAEL GILL STEWART, a Notary Public in and for the Province of Ontario, by Royal Authority duly appointed, residing in the City of Ottawa, in the Regional Municipality of Ottawa-Carleton, in the said Province, DO HEREBY CERTIFY that the paper writing hereto annexed is a true copy of the Certificate of Amendment for ALCATEL CANADA INC. issued by Industry Canada on September 29, 2000, and I have granted the same under my Notarial Form and Seal of Office to serve and avail as occasion shall or may require.

IN TESTIMONY WHEREOF I have hereunto set my hand and affixed my Notarial Seal at the City of Kanata this 12th day of October, 2000.



A Notary Public in and for the
Province of Ontario



Industry Canada

Industrie Canada

**Certificate
of Amendment**

**Canada Business
Corporations Act**

**Certificat
de modification**

**Loi canadienne sur
les sociétés par actions**

Alcatel Canada Inc.

376374-9

Name of corporation-Dénomination de la société

Corporation number-Numéro de la société

I hereby certify that the articles of the
above-named corporation were amended:

Je certifie que les statuts de la société
susmentionnée ont été modifiés:

a) under section 13 of the *Canada
Business Corporations Act* in
accordance with the attached notice;

☐

a) en vertu de l'article 13 de la *Loi
canadienne sur les sociétés par
actions*, conformément à l'avis ci-joint;

b) under section 27 of the *Canada
Business Corporations Act* as set out in
the attached articles of amendment
designating a series of shares;

☐

b) en vertu de l'article 27 de la *Loi
canadienne sur les sociétés par
actions*, tel qu'il est indiqué dans les
clauses modificatrices ci-jointes
désignant une série d'actions;

c) under section 179 of the *Canada
Business Corporations Act* as set out in
the attached articles of amendment;

☒

c) en vertu de l'article 179 de la *Loi
canadienne sur les sociétés par
actions*, tel qu'il est indiqué dans les
clauses modificatrices ci-jointes;

d) under section 191 of the *Canada
Business Corporations Act* as set out in
the attached articles of reorganization;

☐

d) en vertu de l'article 191 de la *Loi
canadienne sur les sociétés par
actions*, tel qu'il est indiqué dans les
clauses de réorganisation ci-jointes;

Director - Directeur

September 29, 2000 / le 29 septembre 2000

Date of Amendment - Date de modification

CANADA BUSINESS CORPORATIONS ACT

FORM 4

ARTICLES OF AMENDMENT

(SECTION 27 OR 177)

1. Name of Corporation: 2. Corporation No.:

Alcatel Networks Corporation
Societe Par Actions De Regime Federal
De Reseaux Alcatel

376374-9

3. The articles of the above-named corporation are amended as follows:

To change the name of the Corporation to **Alcatel Canada Inc.** effective at 11:25 p.m. on the date shown on the Certificate of Amendment effecting this amendment.

Date: September 24 th , 2000	Signature: <i>Omne-hie</i>	Title: <i>Assistant Secretary</i>
		FOR DEPARTMENT USE ONLY: FILED: OCT 02 2000